LEGAL KITTY™ CHEAT SHEET

NDA Red Flags

What an NDA can't make you hide, and the clauses to read twice.

KEY PRINCIPLES

1 **Normal secrets are fine.**
Trade secrets, unreleased projects, deal terms and client data are ordinary NDA subjects, enforceable when reasonable.

2 **Some gags are void by law.**
California §1001: if a claim was filed, a settlement can't bar sharing facts about sexual assault, harassment, workplace discrimination or retaliation. The amount can stay confidential.

3 **Before-the-dispute NDAs have a federal limit.**
The Speak Out Act makes pre-dispute NDAs and non-disparagement clauses unenforceable in court in sexual assault and harassment disputes filed since Dec. 7, 2022.

4 **Topic gags are the red flag.**
A clause barring a subject "in general terms" goes past protecting facts or a dollar figure. Read the arbitration and penalty clauses beside it.

KEY EXAMPLES

Real events and laws, from the guide

FKA twigs v. LaBeouf NDA
Settled Oct. 6, 2026

He agreed the NDA terms are "terminated and void," and she dropped the case. No court ruled on legality.

FOR YOU **Settlement isn't a ruling. Read your own clause.**

Silenced No More Act
Cal., effective 2022

California workplace NDAs must say you can discuss "unlawful acts in the workplace."

FOR YOU **Missing that line in a CA job NDA? Flag it.**

CCP §1002
Cal., since 2017

Settlements in cases built on felony sex offenses, childhood sexual assault or elder sexual assault, among others, can't gag the facts.

FOR YOU **Some silences the law won't enforce.**

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KEY CLAUSES

Red flag, green flag

Push back on the red. Ask for the green.

	RED FLAG · PUSH BACK	GREEN FLAG · ASK FOR
DEFINITION	"Confidential Information" means everything	Specific categories of information
TOPIC	Can't discuss it "in general terms"	Specific facts or figures only
DISPARAGEMENT	One-way, forever	Mutual and time-limited
CARVE-OUTS	No exceptions listed	Lawyer, therapist, family, tax, police, regulators
PENALTIES	"$X per breach" plus clawback	Actual damages; no settlement clawback
DURATION	Forever	A stated number of years

Condensed from the SPEAK guide. Teaching examples, not forms.

GO DEEPER

SPEAK, the free web guide to NDAs.
Free at legalkitty.com/guides

Full guide: DM **SPEAK**
This sheet: DM **NDAFLAGS**

Don't sign it till you read it.

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